

CB Richard Ellis (Pte) Ltd

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Co. Reg. No.: 197701161R

21 May 2007

The Directors  
USI Holdings Limited  
25<sup>th</sup> Floor, Unimix Industrial Centre  
2 Ng Fong Street, San Po Kong  
Kowloon, Hong Kong

Dear Sirs

Shareholder circular dated the date hereof regarding the very substantial acquisition relating to the voluntary conditional securities exchange offer by Cazenove Asia Limited on behalf of USI Holdings Limited ("USI") to acquire all the issued shares of Winsor Properties Holdings Limited (other than those already held by USI or its subsidiaries); the allotment and issue of new USI Shares pursuant to Listing Rule 13.36(1)(a); the connected transactions relating to the acquisition of Winsor Shares from and allotment and issue of new USI Shares to connected persons; the Whitewash Waiver in respect of USI Shares; and the increase in authorised share capital (the "Circular")

We refer to the Circular. Defined terms in the Circular have the same meanings when used in this letter, unless otherwise specified herein.

We hereby consent, and confirm that we have not withdrawn our consent, to

- (a) the issue of the Circular with the inclusion therein of our letter (together with its enclosures) dated the date hereof to the Winsor Directors in the form and context in which it appears in the Circular; and
- (b) the issue of the Circular with the inclusion therein of the references to our name (whether such references are direct references to our name or indirect references through the use of the terms "Expert", "Experts" or "adviser of USI") in the form and context in which they respectively appear in the Circular.

Yours faithfully

for and on behalf of

**CB Richards Ellis (Pte) Ltd**



**LI HIAW HO**

**Executive Director**

**Valuation & Advisory Services**



Chairman Asia: Willy P Y Shee Dip Urb Val (Auck) SNZPI FSISV  
Managing Director: Pauline Goh BSc (Est Man) FSISV  
Executive Directors: Li Hiaw Ho Dip Urb Val (Auck) SNZPI FSISV    Soon Su Lin BSc (Est Man) Hons MBA MSISV  
Jeremy N Lake BSc (Urb Est Man) Hons MRICS    Lim Lay See BSc (Est Man) Hons MSISV    Sim Hwee Yan BSc (Est Man) Hons FSISV  
Maray Armstrong BLE (Land Econ) MRICS    Tay Li Tuen BSc (Est Man) Hons MSc MSISV    Dennis C. K. Tay BSc (Est Man) Dip M (CIMA UK)  
Directors: Joseph Tan    Mavis Seow BSc (Est Man) Hons    Michael Tay BSc (Est Man) Hons    Kamal Homdi BSc (Est Man)  
Timothy J.B. Kirkus BSc (Hons)    Alexander R. A. Hill BA (Hons)    Bernard Goh Dip Sales & Mktg